

# EXHIBIT XX

1                   2 UNITED STATES DISTRICT COURT  
2                   3 SOUTHERN DISTRICT OF NEW YORK  
3                   4 Civi Action No. 06 Civ. 8193(PAC) (DF)

-----x  
4                   4 CLEAR CHANNEL OUTDOOR, INC.,  
5                   5 Plaintiff,  
6                   6 - against -  
7                   7 THE CITY OF NEW YORK and PATRICIA J.  
8                   8 LANCASTER, in her official capacity as  
9                   9 Commissioner of the New York City  
10                  10 Department of Buildings,

11                  11 Defendants.

-----x  
12                  12 Civil Action No. 06 Civ. 8219(PAC) (DF)  
13                  13 -----x  
14                  14 ATLANTIC OUTDOOR ADVERTISING, INC., SCENIC  
15                  15 OUTDOOR, INC., TROYSTAR CORPORATION and  
16                  16 WILLOW MEDIA, L.L.C.,

17                  17 Plaintiffs,  
18                  18 -against-  
19                  19 CITY OF NEW YORK, PATRICIA J. LANCASTER,  
20                  20 and EDWARD FORTIER,

21                  21 Defendants.

-----x  
22                  22 March 19, 2008  
23                  23 10:10 a.m.

24                  24  
25                  25 Deposition of KERRY  
26                  26 GOULD-SCHMIT, pursuant to Notice, held at  
27                  27 the offices of Davis Wright Tremaine LLP,  
28                  28 1633 Broadway, New York, New York, before  
29                  29 Jineen Pavesi, a Registered Professional  
30                  30 Reporter, Registered Merit Reporter,  
31                  31 Certified Realtime Reporter and Notary  
32                  32 Public of the State of New York.

<p>1           <b>GOULD-SCHMIT</b>  2 general policy discussions about it, is it  3 something worth moving forward on and what  4 type of framework would you use.  5           I was there more to sort of go  6 through what is involved with obtaining a  7 franchise and going through the council  8 and getting the authorizing resolution,  9 talking about that aspect.  10          But I have been involved in  11 conversations on the sidewalk shed  12 advertising.  13          Q. Let's take them from the  14 beginning.  15           Tell me the first time this  16 came up.  17          A. It was after the Bloomberg  18 administration --  19          Q. You said this came up during  20 the Giuliani administration?  21          A. My understanding is it was  22 discussed under Giuliani, I didn't have  23 any knowledge of it until I got asked to  24 go to a meeting once Mayor Bloomberg took  25 over.</p>	<p>1           <b>GOULD-SCHMIT</b>  2 administration?  3          A. Yes.  4          Q. What --  5          A. My recollection is post street  6 furniture franchise, because I was there  7 to walk through what was involved in doing  8 a franchise.  9          Q. When you say post street  10 furniture franchise, do you mean post the  11 RFP or post the CEMUSA agreement?  12          A. I would say at least obviously  13 getting the authorizing resolution and  14 getting the RFP out; I don't recall if the  15 contract had been negotiated yet, but I  16 had been through the process of getting an  17 authorizing resolution and going down that  18 road.  19          Q. So it is probably 2004 or  20 later?  21          A. That's probably a safe guess,  22 2003, somewhere in there, it would be late  23 '03, I guess.  24          Q. Tell me slowly what was  25 discussed at this meeting.</p>
<p>250</p> <p>1           <b>GOULD-SCHMIT</b>  2 As for dates, I don't recall, I  3 don't even really remember why it was  4 brought up, but I know I went to a meeting  5 about it with people from Buildings.  6          Q. Who was at the meeting?  7          A. Marc Ricks, maybe Gabe Taussig.  8          I don't know if Phyllis was  9 there --  10         Q. That would be Phyllis Arnold?  11         A. Yes, and I believe somebody  12 named Steven Kramer from DOB.  13         There were other people, I  14 don't recall their names.  15         Q. Anyone from any other agencies  16 other than DOB, DOT, and Marc Ricks from  17 the Deputy Mayor's Office, Deputy Mayor  18 Doctoroff and Gabe Taussig of the Law  19 Department.  20         Any other departments  21 represented at the meeting?  22         A. Not that I recall, but there  23 could have been people from other  24 departments.  25         Q. This is during the Bloomberg</p>	<p>252</p> <p>1           <b>GOULD-SCHMIT</b>  2          A. How you could actually set up a  3 franchise or a concession to sell  4 advertising space on sidewalk sheds.  5          Q. Tell me more about what was  6 discussed.  7          A. I think we discussed a lot of  8 the policy concerns about it, what are the  9 implications on the sidewalk sheds and  10 having them out on the sidewalk for  11 extended periods of time because it is an  12 incentive, if you're selling advertising  13 on them, you know, does it encourage  14 people to leave the sidewalk sheds out  15 there longer than they need to be and how  16 you would enforce against that.  17         That I know was a big  18 discussion point.  19         Q. What were considered the pros  20 in favor of a concession on the sidewalk  21 sheds?  22         A. I think part of it was they  23 would look better, you could have higher  24 standards as to lighting and things like  25 that, because if people were selling</p>

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1           **GOULD-SCHMIT**  
 2 advertising on them, they would be  
 3 generating revenue and some of that  
 4 revenue should go back to making it a more  
 5 pleasant environment, because it is fairly  
 6 unpleasant underneath the sidewalk sheds.

7           So we did discuss in London the  
 8 construction and sidewalk sheds are nicer,  
 9 we were just talking anecdotally about  
 10 what we experienced.

11          It certainly came up about its  
 12 impact, that we had the street furniture  
 13 franchise on the street and it was moving  
 14 forward and would this even be attractive  
 15 to people, because there is just more and  
 16 more advertising out there and at some  
 17 point does it lose its value, so we sort  
 18 of talked about that at a very high level  
 19 of detail, no great analysis, just sort of  
 20 what our feelings were about that.

21          That's what I remember most  
 22 about it.

23          Q. Was there discussion that this  
 24 could bring in revenue for the city?

25          A. Sure.

1           **GOULD-SCHMIT**  
 2 determine whether the industry was  
 3 interested?  
 4          A. I don't know that.  
 5          Q. Would that have been DOB that  
 6 would have done that?  
 7          A. I assume it would be DOB  
 8 because they regulate the sidewalk sheds,  
 9 so I assume it is over there for them to  
 10 decide because sheds are under their  
 11 jurisdiction.

12          Q. So you were there in part  
 13 because of your expertise in the street  
 14 furniture franchise?

15          A. Yes, sort of in how to advance  
 16 franchise, what's the regulatory process,  
 17 and also just in general discussions about  
 18 advertisement.

19          Q. What was the result of this  
 20 initial meeting that you have described?

21          A. I do think there was a memo  
 22 circulated, whether it went from Phyllis  
 23 to our general counsel, I do think there  
 24 is a memo out there basically stating the  
 25 city's feelings about moving forward with

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1           **GOULD-SCHMIT**  
 2          Q. Was there discussion about how  
 3 much revenue it could bring in?  
 4          A. No; the bigger concern was are  
 5 we hurting ourselves by having too much  
 6 advertising.

7          It wasn't an analysis of I  
 8 think it is worth this much; maybe that  
 9 type of analysis has gone on, but I was  
 10 not involved in that.

11          Q. So there was concern that there  
 12 would be an oversaturation of the market  
 13 and you might decrease the value of the  
 14 ads on the street furniture structures if  
 15 you also had ads on the sidewalk sheds?

16          A. Sure, street furniture, phones,  
 17 whatever is out there, yes; the idea was  
 18 could you have too much out there.

19          And also, you need to attract  
 20 people to come in and do it.

21          There was just a conversation  
 22 about, well, maybe the industry wouldn't  
 23 even be interested in this because there  
 24 is so much out there.

25          Q. Was there an attempt to

1           **GOULD-SCHMIT**  
 2 this.  
 3          I don't know if I have that or  
 4 it has been produced, but there is a memo  
 5 out there.

6          Q. What was the gist of that memo?

7          A. I think it is very complicated.

8          MS. NEUFELD: I think it is a  
 9 privileged memo.

10         Q. Other than a memo, do you know  
 11 what the result of the meeting was about a  
 12 possible concession on sidewalk sheds?

13         A. It hasn't gone anywhere, but I  
 14 was not that involved, so it could be  
 15 going somewhere and I just don't know  
 16 about it or didn't know about it.

17         Q. Your involvement was limited to  
 18 this one meeting?

19         A. I have had people follow up  
 20 with phone calls.

21         Q. Who did you have followup  
 22 telephone calls with?

23         A. Liz Weinstein.

24         Q. Who is she?

25         A. She works at the Mayor's Office

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